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August 31, 2005

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Washington, D.C. 20554

RECEIVED

AUG 31 2005

Federal Communications Commission  
Office of Secretary

**Re: New TV, Mobile, Alabama  
DTV Channel 18 (formerly NTSC Channel 61)  
MB Docket No. 04-281, RM-11041  
FCC File Nos. BPCT—960920WX and BPCDT 906920WX  
Prosecution of Settlement Agreement**

Dear Ms. Dortch:

By letter of August 22, 2005, Paxson Communications Corporation ("Paxson") submitted notice of its withdrawal of its amendment filed January 30, 1998 in the above-referenced proceeding for a new television station to serve Mobile, Alabama.

This letter is transmitted on behalf of the three applicants in the Mobile proceeding; namely, Television Capital Corporation of Mobile ("TCCM"), Fant Broadcast Development, L.L.C. and Marri Broadcasting, L.P., each of whom have mutually-exclusive applications pending for a construction permit for a new commercial television broadcast station to operate on Channel 61 at Mobile, Alabama (FCC File Nos. BPCT—960920WX, BPCT—960722KQ and BPCT—960725LB).

Each of the pending applications were filed during a 1996 window. On January 29, 1998, pursuant to Commission-approved procedures, a Settlement Agreement was entered into among the three applicants which provided for the granting of the TCCM application and the dismissal of the other two applications for a total consideration of \$800,000.00, which money has been placed in escrow, and remains in escrow.

By the terms of a Promissory Note executed January 29, 1998, TCCM agreed to request substitution of Paxson for TCCM as the surviving applicant. Such request was submitted to the Commission on January 30, 1998.

On July 15, 2005, the Commission issued Public Notice DA-05-2020 announcing its acceptance of the application, as amended, to specify operation of the television station on DTV Channel 18 in lieu of the originally-proposed NTSC Channel 61. That notice provided for a cutoff date of August 22, 2005 for comments. Comments were not filed. But, on August 22,

2005, Paxson unilaterally filed a withdrawal of the amendment without any fore knowledge of TCCM or the other two applicants. Although TCCM disputes the reasons for the withdrawal, that is irrelevant to the FCC proceeding.

The Commission is hereby advised that TCCM, Fant Broadcasting Development, L.L.C. and Marri Broadcasting, L.P. desire to pursue the Settlement Agreement and with the resulting grant of the TCCM application. As a matter of fact, Paxson, in its withdrawal, suggests that solution and indicates it would not impose any objection to the Commission's issuance of the construction permit to TCCM as proposed in the Joint Motion.

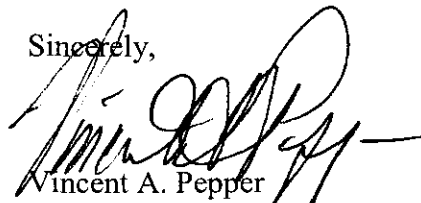
TCCM, therefore, intends to promptly amend its application to specify operation on DTV Channel 18 rather than NTSC Channel 61, and otherwise update its application. The Commission is respectfully requested to consider the amendment and to issue a new B Cutoff Notice for consideration of the amended TCCM application and, assuming no adverse comments are filed concerning the application, it is respectfully requested that the Commission grant the TCCM application, as amended, in accordance with the Settlement Agreement.

The original application was a paper filing. The Paxson amendment to the TCCM application to substitute Paxson was first done on paper and was then repeated electronically by special arrangement with the Commission. TCCM is currently undertaking contacts with appropriate Commission personnel to allow it to electronically amend its application as above described. The withdrawal of the Paxson amendment leaves the TCCM application ready for approval upon completion of the engineering amendment switching channels.

We regret the inconvenience to the Commission after all of this time. As indicated above, none of us had any knowledge of Paxson's "Plan". It is respectfully submitted, however, that the grant of the TCCM application, as amended to specify operation on DTV Channel 18 will serve the public interest convenience and necessity.

Should any further information be desired in connection with this matter, please communicate with this office.

Sincerely,



Vincent A. Pepper  
Counsel for Television Capital  
Corporation of Mobile

VAP:ced

cc: Howard M. Miles, Esq. (Counsel to Fant Broadcast Development, L.L.C.)  
Thomas J. Dougherty, Jr., Esq. (Counsel to Marri Broadcasting, L.P.)  
Charles Naftalin, Esq. (Counsel for Paxson Communications Corporation)  
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